



State of Rhode Island and Providence Plantations
Office of the Secretary of State

Fee: \$50.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Limited Liability Company
Articles of Amendment**

(Section 7-16-12 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the limited liability company is PAWTUCKET TACO, LLC

If the name is changing, state the new name: PAWTUCKET TACO, LLC

ARTICLE II

The Articles of Organization of the limited liability company as amended or restated to date are as follows, including, if applicable, a change made in Article I:

If the address of the principle office of the limited liability company is changing, so state:

No. and Street: 45 WALPOLE STREET, SUITE 6

City or Town: NORWOOD

State: MA

Zip: 02062

Country: USA

If the company duration is changing, so state: ___ Perpetual 10/4/2050

If the company purpose is changing, so state:

Article 7 is amended as follows: The purpose of this company is limited to owning, operating, and developing Taco Bell, KFC, Pizza Hut, A&W All-American Food and Long John Silver's branded food service operations, and other branded concepts expressly approved in writing by locations by YUM! Brands, Inc., or one of its subsidiaries. Article 7 is amended to include the following: any issuance or transfer of a membership interest in the LLC is subject to the prior written consent of Taco Bell Corporation.

If the management of the limited liability company is changing, modify the following section:

Members or ___ Managers (check one)

The name and address of each manager (if LLC is managed by Members, DO NOT complete this section):

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
MANAGER	ROGER LOCKWOOD	8 VICTORIA CIRCLE NORWOOD, MA 02062 USA

If there are any other provisions to be amended, so state:

ARTICLE III

The effective date of this Amendment, if later than the date of the filing of these Articles of Amendment (not prior to, nor more than 30 days after, the filing of these Articles of Amendment), is:

Later Effective Date:

This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the company, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-16.

Signed this 13 Day of January, 2011 at 10:17:51 AM by the Authorized Person.

ROGER A. LOCKWOOD

PAWTUCKET TACO, LLC

Form No. 401
Revised 09/07

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State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

